

**ILLINOIS COMMERCE COMMISSION**

**DOCKET NO. 00-0393**

**SURREBUTTAL TESTIMONY OF**

**JOSEPH AYALA**

Witness \_\_\_\_\_

Date 10-19-00

By cc

00-0393  
40

**I. INTRODUCTION**

**1. Q. PLEASE STATE YOUR NAME, TITLE AND BUSINESS ADDRESS.**

A. My name is Joseph Ayala. I am provisioning manager for Rhythms Links, Inc. ("Rhythms"). My business address is 2680 Bishop Drive, Suite 124, San Ramon, CA 94583.

**2. Q. PLEASE DESCRIBE YOUR EDUCATION AND EXPERIENCE RELEVANT TO THIS PROCEEDING.**

A. I earned a Bachelors degree in Communications from Loyola Marymount University. I am currently employed by Rhythms as a provisioning manager responsible for EDI/OSS and change management. My responsibilities include project managing and implementing EDI and OSS modifications deployed by ILECs, representing Rhythms at CLEC User Forums and Change Management meetings and participating in Plan of Record proceedings. Prior to assuming my current position I worked at NightFire Software, which is a telecommunications software vendor that develops electronic data interchange ("EDI") applications that enable CLECs to engage in mechanized preordering and ordering with ILECs. As a Supplier Relations Analyst, I participated in ILEC change management processes and was responsible for project management of

1           Operations Support System ("OSS") release testing. Before joining NightFire, I  
2           was employed by Pacific Bell for three years as an Area Manager-Performance  
3           Improvement at Pacific Bell's Local Service Center. In this role, I worked on  
4           SBC's OSS, wrote methods and procedures documents regarding ordering  
5           requirements for Pacific Bell's CLEC customers, and worked on the original Plan  
6           of Record that documented the capabilities of SBC's OSS. I also attended change  
7           management and user forums on behalf of SBC.

8    3.    **Q.   HAVE YOU FILED TESTIMONY IN THIS PROCEEDING**  
9           **PREVIOUSLY?**

10       A.   No. Previous testimony regarding OSS was filed in this proceeding by Kelly  
11       Caldwell. Ms. Caldwell has left the company, and I am consequently adopting  
12       her testimony in its entirety, in addition to providing this Surrebuttal Testimony.

13   **II.   PURPOSE AND SUMMARY**

14   4.    **Q.   WHAT IS THE PURPOSE OF YOUR SURREBUTTAL TESTIMONY?**

15       A.   The purpose of my Surrebuttal Testimony is to respond to numerous statements  
16       made by Ameritech-IL witness Robin Jacobson regarding the adequacy of the  
17       OSS being offered by Ameritech-IL to CLECs. Specifically, I will explain why  
18       Ms. Jacobson is incorrect when she asserts that Ameritech-IL's current OSS will  
19       provide CLECs with sufficient provisioning information, and access to that  
20       information, necessary to support pre-ordering, ordering, provisioning,  
21       maintenance and repair, and billing for xDSL-based services in line sharing  
22       arrangements. Further, I will demonstrate that giving CLECs direct access to  
23       Ameritech-IL's databases, backend systems and records will not cause the

1 disclosure of confidential information, nor will it overburden Ameritech-IL's  
2 computer systems, as Ms. Jacobson speculates.

3 **5. Q. WHAT ARE YOUR RECOMMENDATIONS?**

4 A. The Commission should decline to accept Ameritech-IL's efforts to limit the OSS  
5 capabilities, functionalities and information available to CLECs in Illinois. The  
6 Commission has already established what OSS capabilities and functions are  
7 necessary to support line shared xDSL services for CLECs in the Rhythms/Covad  
8 line sharing arbitration award (Docket Nos. 00-0312/000313), on August 17,  
9 2000. The Commission's OSS holdings in the Rhythms/Covad arbitration award  
10 should be made available to all CLECs by requiring Ameritech-IL to incorporate  
11 the OSS requirements from the arbitration award in its line sharing tariff.  
12 Ameritech-IL should include the OSS necessary to support line sharing for both  
13 all-copper and fiber-fed DLC loops. Specifically, I recommend that the  
14 Commission reject the following efforts by Ameritech-IL to limit the ability of  
15 CLECs in Illinois to obtain sufficient OSS to support provisioning of xDSL  
16 services on line shared loops:

- 17 • The Commission should reject Ms. Jacobson's assertion that the  
18 Commission should rely on the Plans of Record related to the SBC  
19 Ameritech merger, rather than its own deliberative process and judgment,  
20 to determine what OSS are required for CLECs in Illinois to provision  
21 xDSL services on line shared loops;
- 22 • The Commission should reject Ameritech-IL's attempts to limit the loop  
23 provisioning information available to CLECs. Under federal law,

1 Ameritech-IL must provide CLECs with all information currently  
2 available to any SBC/Ameritech employee regarding OSS for line shared  
3 loops provisioned over the Project Pronto configuration currently being  
4 deployed by SBC-Ameritech, and must provide updated information to  
5 CLECs as SBC-Ameritech continues Project Pronto deployment;

- 6 • The Commission should reject SBC-Ameritech's efforts to deny CLECs in  
7 Illinois the same audits it has promised, though not fulfilled, to CLECs in  
8 other states through the federal Plan of Record process. Ameritech-IL  
9 must provide CLECs with an audit of its records, databases and backend  
10 systems to verify what information that is useful for loop provisioning of  
11 xDSL-based services is available to SBC-Ameritech or its affiliates;
- 12 • The Commission should reject Ameritech-IL's effort to deny CLECs the  
13 same easy, direct access to information that is available to its own  
14 employees. Ameritech-IL should be required to offer read-only direct  
15 access to CLECs for OSS related to pre-ordering, ordering, provisioning,  
16 maintenance and repair and billing; and
- 17 • The Commission should require Ameritech-IL to provide the same level of  
18 OSS functionality and information regarding loops configured through  
19 fiber-fed DLC as is available to CLECs for all-copper loops.

**III. VOLUNTARY NEGOTIATIONS SUCH AS THE PLAN OF RECORD  
COLLABORATIVE PROCESS ARE NOT SUFFICIENT TO MEET  
AMERITECH-IL'S LEGAL OBLIGATIONS TO PROVIDE LOOP  
PROVISIONING INFORMATION TO CLECS**

**6. Q. AT PAGES 2 TO 3, MS. JACOBSON ASSERTS THAT THE FCC HAS  
PRECLUDED STATES FROM DECIDING OSS ISSUES FOR LINE  
SHARING. IS THIS TRUE?**

**A.** No. As a matter of fact, the FCC just issued a letter to SBC expressly rejecting Ms. Jacobson's position.<sup>1</sup> The letter, issued last week, directed SBC to move forward and implement the outcome of one of the two Plans of Record ("PORs") associated with the SBC/Ameritech merger. It should be noted that those results will not be fully deployed until December 29, 2001. I have attached this FCC letter to my testimony as Rhythms Exhibit 4.1. As I described in my Direct Testimony, the FCC's Merger Conditions Order required SBC/Ameritech to develop two Plans of Record, outlining its current OSS capabilities, providing a 12-month forward-looking forecast of future network developments, and incorporating modifications required by CLECs, as identified in a series of collaborative workshops. The first POR examined only issues related to OSS required for pre-ordering and ordering of advanced services. As I discuss in detail below, this Advanced Services POR has not been concluded because many substantial issues remained unresolved, and the CLECs have requested arbitration on those issues before the FCC. The second POR examined OSS required for all

1 competitive services, but focused on changes necessary to SBC-Ameritech's OSS  
2 to provide a uniform, 13-state wide OSS capability. The FCC order I am  
3 referencing was related to this second POR, referred to as the Uniform and  
4 Enhanced POR.

5 7. Q. **DIDN'T THE FCC'S DIRECTIVE ON THE UNIFORM AND ENHANCED**  
6 **POR CONFIRM THAT STATES HAVE AUTHORITY TO DETERMINE**  
7 **FOR THEMSELVES WHAT OSS ARE REQUIRED?.**

8 A. Yes. The FCC specifically rejected the same argument SBC-Ameritech has made  
9 in this case. SBC had asked the FCC to rule that the Uniform and Enhanced POR  
10 could not be modified as a result of subsequent federal and state regulatory  
11 actions. The FCC rejected that request and stated:

12 "As indicated in the introductory paragraphs of the Merger Conditions,  
13 SBC's commitments adopted in the SBC/Ameritech Merger Order do not  
14 restrict, supersede, or otherwise alter state jurisdiction or authority. The  
15 Commission also expressly noted that the Merger conditions do not relieve  
16 SBC of complying with future Commission or state commission decisions  
17 that impose more stringent obligations. State Commissions are therefore  
18 not precluded by the Merger Conditions from adopting additional  
19 requirements that affect SBC's OSS beyond those that SBC must  
20 implement pursuant to the Merger Conditions."

21 Thus, there is no basis for Ameritech-IL to claim that the Commission is  
22 precluded by the FCC from deciding OSS issues for itself, and should instead rely  
23 on the POR process spelled out in the SBC/Ameritech Merger Conditions Order.  
24 Further, Ms. Jacobson's concerns on page 7 that state commissions could order  
25 additional OSS enhancements for line sharing have already been considered and  
26 rejected by the FCC.

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<sup>1</sup> Letter from Ms. Carol E. Matthey, Deputy Chief, FCC Common Carrier Bureau, to Mr. James Calloway, Group President SBC Services, dated September 22, 2000.

1           In addition, as I detailed in my Direct Testimony, both the FCC's Line  
2           Sharing Order and the SBC/Ameritech Merger Conditions Order expressly give  
3           the states the right to establish its own set of requirements for line sharing, and the  
4           Commission can and should use this authority to determine for itself what is  
5           needed for CLECs to effectively compete and provide xDSL line shared services  
6           to Illinois consumers. The Line Sharing Order stated that states may impose  
7           additional OSS requirements for Line Sharing.<sup>2</sup>

8           The SBC/Ameritech Merger Conditions Order also expressly reserves a  
9           role for the states in deciding OSS issues. In Footnote 2 of the Merger Conditions  
10          (Appendix C), the FCC states:

11           “To the extent that these Conditions impose fewer or less stringent  
12           obligations on SBC/Ameritech than the requirements of any past or future  
13           Commission decision or any provisions of the 1996 Act or the  
14           Commission or state decisions implementing the 1996 Act or any other  
15           pro-competitive statutes or policies, nothing in these Conditions shall  
16           relieve SBC/Ameritech from the requirements of that Act or those  
17           decisions. The approval of the proposed merger subject to these  
18           Conditions does not constitute any judgment by the Commission on any  
19           issue of either federal or state competition law. In addition, these  
20           conditions shall have no precedential effect in any forum, and shall not be  
21           used as a defense by the Merging Parties in any forum considering  
22           additional pro-competitive rules or regulations.”

23   **8.    Q.    HAS THIS COMMISSION ALREADY ISSUED A DECISION**  
24   **REGARDING CLEC NEEDS FOR OSS TO SUPPORT PROVISIONING**  
25   **OF XDSL SERVICES ON LINE SHARED LOOPS?**

26    A.    Yes. As I discussed in detail in my Direct Testimony, the Commission has  
27           already expended significant time and resources to determine what OSS are  
28           needed by CLECs to support pre-ordering, ordering, provisioning, maintenance

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<sup>2</sup> Line Sharing Order at 6.

1 and repair and billing for xDSL services on line shared loops. On August 17,  
2 2000, the Commission reached a final decision on OSS requirements for CLECs  
3 during an arbitration between Ameritech-IL, and Rhythms and Covad  
4 Communications Company. That decision was based on a thorough examination  
5 by the Commission during five days of hearings in June and July of this year. It  
6 makes no sense to me for Ameritech-IL to now suggest that the Commission  
7 forego any examination of OSS issues in this line sharing tariff proceeding.

8 9. Q. **EVEN THOUGH THE COMMISSION CLEARLY HAS AUTHORITY**  
9 **AND HAS DECIDED OSS ISSUES FOR ITSELF, COULD THE RESULTS**  
10 **OF THE POR PROCESS BE A SUFFICIENT SUBSTITUTE FOR THE**  
11 **COMMISSION'S OWN JUDGMENT REGARDING OSS FOR LINE**  
12 **SHARING?**

13 A. No. Contrary to Ms. Jacobson's assertions on page 3 of her Rebuttal Testimony,  
14 the PORs did not result in any agreement with CLECs regarding OSS for line  
15 sharing. As I discussed in my Direct Testimony, the CLECs and SBC reached an  
16 impasse on numerous critical OSS issues for xDSL services, including line  
17 sharing, during the Advanced Services POR. CLECs were unable to reach an  
18 agreement with SBC regarding line sharing primarily because SBC claimed that  
19 such issues were outside the scope of the Advanced Services POR. Due to this  
20 disagreement, the CLECs requested that the FCC authorize arbitration for several  
21 OSS issues, including line sharing. The FCC has not reached a decision on that  
22 request. Further, the CLECs tried again to get SBC to discuss OSS needed for  
23 line sharing during the second, Uniform and Enhanced POR. However, SBC



1 outright refused to discuss line sharing issues during that POR. Therefore, Ms.  
2 Jacobson's claim at page 7 of her testimony that CLECs have already had their  
3 chance to specify changes to OSS needed to support line sharing during "many,  
4 many collaborative POR sessions" is seriously misleading. Scheduling multiple  
5 meetings and then refusing to discuss significant OSS issues is worthless to  
6 CLECs. Ms. Jacobson should not now attempt to suggest that all OSS issues were  
7 resolved through the POR process when in fact, SBC steadfastly refused to  
8 address line sharing OSS issues. It should also be noted that SBC hosted only six  
9 days of collaboratives during the Advanced Services POR.

10 **10. Q. ALTHOUGH THE PORS DID NOT RESOLVE OSS ISSUES**  
11 **SPECIFICALLY RELATED TO LINE SHARING, SHOULD THE**  
12 **COMMISSION RELY ON THE RESULTS OF THE PORS FOR**  
13 **GENERAL OSS ISSUES FOR XDSL SERVICES?**

14 **A.** No. As I discussed in my Direct Testimony, the POR meetings were not designed  
15 nor intended to serve as a substitute for Commission action regarding CLEC OSS  
16 requirements for xDSL service. The PORs were intended solely to offset  
17 competitive marketplace harm that would otherwise result due to the merger, and  
18 to ensure that CLECs would have a chance to compete effectively after the  
19 merger. Further, with regard to advanced services, the FCC ordered SBC to make  
20 enhancements only to its EDI and Datagate systems to support pre-ordering and  
21 ordering of xDSL services by CLECs. The Uniform and Enhanced POR was  
22 intended to cover OSS related to all facets of xDSL service (i.e., from pre-

1 ordering to provisioning and maintenance). However, SBC/Ameritech refused  
2 outright to discuss OSS for xDSL services during that POR.

3 **11. Q. IS THERE ANY OTHER REASON THE COMMISSION SHOULD NOT**  
4 **RELY ON THE POR PROCESS TO ENSURE CLECS GET THE OSS**  
5 **THEY NEED?**

6 A. Yes. CLECs have had difficulty getting SBC to fulfill even the limited promises  
7 SBC made during the POR. In fact, CLECs have been forced to arbitration in the  
8 Illinois POR collaborative process (described below) in part because Ameritech-  
9 IL has refused to honor one of its commitments from the Advanced Services  
10 POR. In that POR, SBC agreed to provide a list of data elements to CLECs  
11 during pre-ordering for xDSL loops. One of the elements, as acknowledged on  
12 page 18 of Ms. Jacobson's testimony, is information regarding spare facilities  
13 (item 18 on Ms. Jacobson's list). CLECs need information regarding spare  
14 facilities in order to determine whether another loop exists that can be used to  
15 provide service to its customer if the loop currently serving the customer's  
16 address is unsuitable for xDSL service. Once a CLEC determines that a spare  
17 loop capable of supporting xDSL is available (i.e., a loop that does not have  
18 interfering devices), that loop may be substituted through a process known as  
19 Line and Station Transfer ("LST").

20 In my direct testimony I described another important instance of  
21 Ameritech-IL backsliding on promises made during the POR process concerning  
22 updates to Ameritech-IL's databases. During the POR process, SBC agreed to  
23 update its LFACS database with information obtained manually by Ameritech-IL

1 engineers from paper records, and paid for by CLECs. Such updates would  
2 ensure that only one CLEC must pay the high charges Ameritech-IL imposes for  
3 such manual look ups of data. SBC agreed to do such updates, and Ameritech-IL  
4 witness Ms. Carol Chapman reiterates this "promise" in her Rebuttal Testimony at  
5 page 19. However, as I discussed and documented in my Direct Testimony, since  
6 the POR process ended, CLECs have learned that SBC/Ameritech did not update  
7 its LFACS database with such information permanently. Instead, SBC/Ameritech  
8 created a temporary database that will house many of the data elements obtained  
9 during manual look ups for only 90 days. (Attachment C to my Direct Testimony  
10 showed that the data elements will be kept for only 90 days. See key at end of  
11 table.) Such temporary database is a clear violation of the agreement that CLECs  
12 had with SBC during the POR collaborative.

13 Based on such backsliding experiences, Rhythms is concerned that any  
14 commitment made by SBC during the POR process may be short lived.  
15 Therefore, if the Commission wants to ensure the CLECs have full and fair access  
16 to all OSS necessary to support line shared xDSL services, it will likely have to  
17 become involved either by establishing its own set of requirements or by assisting  
18 CLECs in enforcing commitments made elsewhere that Ameritech-IL has not  
19 fulfilled.

20 **12. Q. DID THE POR HELD IN ILLINOIS RESOLVE ALL OSS ISSUES FOR**  
21 **CLECS?**

22 **A.** No. Just like the PORs held in conjunction with the SBC/Ameritech merger  
23 conditions, SBC refused to offer CLECs all of the OSS functionality and

1 information they required. As a consequence, CLECs petitioned this Commission  
2 to arbitrate a number of critical issues, and hearings are currently being  
3 conducted.

4 **13. Q. IS IT REASONABLE TO SUGGEST THAT CLECS SHOULD ATTEMPT**  
5 **TO NEGOTIATE OSS REQUIREMENTS IN VOLUNTARY**  
6 **PROCEEDINGS?**

7 A. No. Ms. Jacobson suggests on pages 4 and 5 two other possible proceedings in  
8 which CLECs should try to negotiate with SBC/Ameritech to meet their OSS  
9 needs for line sharing. She suggests the Change Management Process that  
10 SBC/Ameritech conducts and the CLEC User Forum. Neither of these forums is  
11 likely to meet CLECs' needs for OSS. Rhythms is attempting to force  
12 Ameritech-IL to fulfill its legal obligations set forth in the Commission's  
13 arbitration award and the FCC's orders. CLECs should not be forced to  
14 "negotiate" with Ameritech-IL to fulfill its legal obligations. Further, even if  
15 CLECs should have to go through that step, voluntary industry work groups are  
16 not an appropriate forum to conduct such "negotiations." Finally, Ms. Jacobson  
17 admits at page 5 that the CLEC User Forum does not even address OSS issues.

18 **IV. AMERITECH-IL IS NOT PROVIDING CLECS WITH ALL THE LOOP**  
19 **PROVISIONING INFORMATION TO WHICH THEY ARE ENTITLED**

20 **14. Q. MS. JACOBSON STATES THAT AMERITECH-IL IS PROVIDING**  
21 **CLECS WITH ALL LOOP PROVISIONING INFORMATION TO WHICH**  
22 **THEY ARE ENTITLED. DO YOU AGREE?**

1           A.     No. Ms. Jacobson's assertions are incorrect for several reasons. First, on pages 3  
2                     and 5, Ms. Jacobson claims that CLECs are being provided all loop provisioning  
3                     information they have requested, and that none of the CLEC requests have gone  
4                     unfulfilled. However, as I discussed above, Ameritech-IL has refused to provide  
5                     information regarding spare facilities to CLECs in Illinois even though SBC has  
6                     agreed to provide that information to CLECs in other states.

7                     Second, Ms. Jacobson has given conflicting testimony to the Commission  
8                     regarding exactly what information Ameritech-IL is willing to provide. On page  
9                     17 of her Rebuttal Testimony, Ms. Jacobson claims that Ameritech-IL  
10                    "implemented 45 loop qualification elements in all Ameritech Illinois pre-  
11                    ordering interfaces in May, 2000." She then provides a list of those data  
12                    elements. However, Ms. Jacobson's testimony in Rhythms' Illinois line sharing  
13                    arbitration held in June and July, and Ms. Jacobson's Direct Testimony filed on  
14                    August 21, 2000, committed to provide approximately 30 data elements. Thus,  
15                    both of Ms. Jacobson's claims cannot be correct. If Ameritech-IL made available  
16                    all 45 data elements as of May, 2000, then why did she testify in June, July and  
17                    August that Ameritech-IL would provide fewer than those 45 data elements? At a  
18                    minimum, Ameritech-IL should be required to provide CLECs in Illinois with all  
19                    of the information that its parent, SBC, promised during the POR collaboratives.

20                    In addition, on page 19 of her Rebuttal Testimony, Ms. Jacobson appears  
21                    to commit only to provide loop provisioning information only as identified in the  
22                    Advanced Services POR and the Uniform and Enhanced POR. Ms. Jacobson  
23                    does not commit to incorporate the results of the Illinois POR. Ameritech-IL

1           should agree in its tariff to provide all loop provisioning information identified in  
2           any POR, whether state or federal.

3   **15.   Q.   HAS AMERITECH-IL SPECIFICALLY LIMITED THE INFORMATION**  
4           **IT WILL PROVIDE TO CLECS IN ILLINOIS?**

5           A.   Yes. On page 5 of her testimony, Ms. Jacobson states that Ameritech-IL will  
6           provide loop provisioning information only if it is stored in a mechanized  
7           database and if “it is technically feasible to provide it [information] through an  
8           OSS interface.” Such limitations are improper, and have no basis in law. The  
9           Commission has ordered Ameritech-IL in the Rhythms/Covad line sharing  
10          Arbitration Award (Docket Nos. 00-0312/0313) to provide access to all  
11          information in Ameritech-IL’s records, and back-end systems (not just databases)  
12          that may be useful in provisioning xDSL services on line shared loops.<sup>3</sup> In  
13          addition, the FCC’s UNE Remand Order requires the same access. The Order  
14          requires ILECs to provide access to all loop provisioning information available to  
15          any personnel that is contained in their databases, back-end systems and records  
16          regardless of the underlying network configuration.<sup>4</sup> Further, neither the  
17          Commission’s arbitration award or the UNE Remand Order allows Ameritech-IL  
18          to limit access to loop provisioning information only to those elements that it is  
19          “technically feasible” to provide through an OSS interface. Indeed, the  
20          Commission’s arbitration award expressly allowed Rhythms to obtain loop

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<sup>3</sup> Rhythms/Covad Arbitration Award at 43.

<sup>4</sup> UNE Remand Order ¶ 430.

1 provisioning information through direct access, not just through interfaces and  
2 gateways.

3 Similarly, on page 21 of her testimony, Ms. Jacobson states that  
4 Ameritech-IL is not required to provide CLECs with loop provisioning  
5 information beyond what is provided to Ameritech-IL's retail operation. Such  
6 position is directly contrary to the FCC's UNE Remand Order, which expressly  
7 states that CLECs are entitled to all information in Ameritech-IL's backend  
8 systems, databases and records available to *any* employee, not just  
9 Ameritech-IL's retail operations. The FCC's UNE Remand Order stated that "the  
10 relevant inquiry is not whether the retail arm of the incumbent has access to the  
11 underlying loop qualification information, but rather whether such information  
12 exists *anywhere* within the incumbents' back office and can be accessed by any of  
13 the incumbent LEC's personnel."<sup>5</sup>

14 Last, Ms. Jacobson contradicts herself as to whether CLECs currently are  
15 able to obtain all loop provisioning information available in Ameritech-IL's  
16 backend systems, databases and records. Ms. Jacobson states on page 13 that  
17 Ameritech-IL uses "firewalls" in gateways used by CLECs to prevent them from  
18 being able to access all information. Further, on page 24, Ms. Jacobson  
19 complains that the Commission's decision in the Rhythms' line sharing arbitration  
20 enables Rhythms to access Ameritech-IL's backend systems "irrespective of  
21 whether those systems contain any unique loop qualification information...." It  
22 is not clear what Ms. Jacobson's reference to "unique" loop information means,

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<sup>5</sup> UNE Remand Order ¶ 428.

1           however, to the extent it excludes information regarding Ameritech-IL outside  
2           loop plant (as opposed to information only about a single loop), Ms. Jacobson's  
3           position is contrary to the UNE Remand Order. In that Order, the FCC required  
4           the ILECs to provide CLECs with access to all loop provisioning information  
5           contained in ILEC "engineering records, plant records and other back office  
6           systems so that requesting carrier can make their own judgment about whether  
7           those loops are suitable for the services the requesting carriers seek to offer."<sup>6</sup>  
8           This Commission incorporated this requirement into the Rhythms/Covad  
9           arbitration award. Ameritech-IL was ordered to provide all information in its  
10          records, databases and backend systems that is useful in provisioning xDSL  
11          services on line shared loops "regardless of whether the information would be  
12          useful for a type of xDSL Ameritech intends to provision or not."<sup>7</sup>

13   16.   **Q.   CAN YOU IDENTIFY LOOP PROVISIONING INFORMATION THAT**  
14           **AMERITECH-IL HAS NOT COMMITTED TO PROVIDE TO CLECS?**

15           A.   Yes. Despite Ms. Jacobson's statement on pages 3 and 5 of her testimony that  
16           CLECs have not identified any information they are not getting, there is a  
17           substantial amount of such information. First, CLECs are entitled to new loop  
18           provisioning information as it is generated or compiled by Ameritech-IL.<sup>8</sup> The  
19           FCC's UNE Remand Order states that as ILECs update their databases for xDSL  
20           deployment, they must make all updated information available to their own  
21           employees available to CLECs as well.<sup>9</sup> Ameritech-IL has not committed to

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<sup>7</sup> Arbitration Award, at 43.

<sup>8</sup> *UNE Remand Order* ¶ 429.

<sup>9</sup> *Id.*



1 update its databases with information generated by new network changes.

2 Second, Ameritech-IL should provide all information necessary to  
3 provision xDSL on line shared loops configured through Ameritech-IL's new  
4 fiber-fed DLC configuration being deployed by SBC through Project Pronto  
5 throughout its 13-state region. CLECs will need access to information that  
6 enables them to determine how to provision line-shared xDSL services over the  
7 copper and fiber portion of loops configured through the Project Pronto  
8 architecture. Such data includes, at a minimum, deployment dates for remote  
9 terminals ("RTs"), location of RTs, wire center served by the RT, type of  
10 structure for the RT (hut, cabinet, controlled environmental vault), space available  
11 in the RT for CLEC equipment, slots available for xDSL cards in the next  
12 generation digital loop carrier ("NGDLC") equipment in the RT; number of ports  
13 initially available on the NGDLC equipment available for CLECs to provide  
14 xDSL line shared services, and fill rates for the NGDLC ports and the RTs. Other  
15 data elements may also be necessary to provision xDSL in a fiber-fed DLC  
16 configuration. The CLECs currently have little technical and operational  
17 information about Project Pronto, and thus cannot know exactly what information  
18 they should request. However, one example is the new Broadband Ordering  
19 Profile "(BOP)" GUI<sup>10</sup> that SBC has announced will be required to place orders  
20 for loops configured through the Project Pronto architecture.

21 17. Q. IS THERE ANY WAY FOR CLECS TO DETERMINE WHETHER  
22 AMERITECH-IL HAS GIVEN THEM ALL OF THE LOOP

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<sup>10</sup> Accessible Letter CLECSS00-144, August 9, 2000. BOP was formerly known as SOLID (Accessible

**PROVISIONING INFORMATION TO WHICH THEY ARE LEGALLY  
ENTITLED?**

A. Yes. Ameritech-IL should allow CLECs to audit its records, databases and backend systems to determine what data are available to Ameritech-IL or its affiliates.

**18. Q. HAS SBC-AMERITECH AGREED TO SUCH AN AUDIT?**

A. No. Just the opposite is true. Ms. Jacobson opposes such an audit at page 25 of her testimony. She incorrectly states that an audit is not necessary because Ameritech-IL is considering offering an audit to CLECs through the Advanced Services POR. Ms. Jacobson admits that SBC has not yet agreed to provide such an audit, and as I stated in my Direct Testimony, there is no basis to suggest that any audit permitted by SBC through the Advanced Services POR will be held in Illinois. If SBC finally agrees to the audit, CLECs will be permitted to conduct an audit in each of SBC's four service regions (i.e., Pacific/Nevada Bell, SWBT, Ameritech, SNET). There has been no discussion, much less agreement, on the state in which the audits would occur.

**19. Q. IS THERE ANY PRECEDENT IN ILLINOIS FOR ALLOWING CLECS  
TO CONDUCT AN AUDIT?**

A. Yes. The Commission ordered Ameritech-IL to allow Rhythms and Covad to audit the following backend systems and databases to verify what type of loop provisioning information is available to Ameritech-IL's own personnel to support line shared xDSL: LFACS, TIRKS, APTOS, PREMIS, FACS, LEAD/LEIS,

1 SORD, SWITCH, WFA/C, WFA/DO, SOAC, LMOS, MARCH, LASR, ESOI,  
2 FOMS/FUSA, CRIS, CABS, ARES, and ACIS. In addition, I believe that ASON  
3 and PLAN have loop provisioning information in them and should be included in  
4 any audit. The Commission should make such an audit available to all CLECs by  
5 requiring Ameritech-IL to incorporate the audit requirements from the  
6 Rhythms/Covad Arbitration Award in the line sharing tariff. To ensure that  
7 CLECs continue to have access to all loop provisioning information as  
8 Ameritech-IL updates and expands its records, databases and backend systems,  
9 such audit rights should be ongoing and periodic.

10 **V. ACCESS TO AMERITECH-IL'S OSS REQUIRED BY CLECS**

11 **20. Q. DO YOU AGREE WITH THE REASONS PROVIDED BY MS.**  
12 **JACOBSON, BEGINNING AT PAGE 9 OF HER TESTIMONY,**  
13 **OPPOSING READ-ONLY DIRECT ACCESS TO AMERITECH-IL LOOP**  
14 **PROVISIONING INFORMATION FOR CLECS?**

15 **A.** No. I believe that every reason offered by Ms. Jacobson opposing read-only  
16 direct access is either a red herring, is incorrect, or is easily addressed. I want to  
17 emphasize that Ms. Jacobson already raised, and the Commission rejected, all of  
18 these arguments in the Rhythms line sharing arbitration in late June and early  
19 July. Nothing has happened since that time that would change the Commission's  
20 analysis. Therefore, the Commission should extend its earlier holding, granting  
21 read-only direct access capabilities for Rhythms, to all CLECs by requiring  
22 Ameritech-IL to incorporate the requirement for read-only direct access into its  
23 tariff.

1     21.     Q.     IS AMERITECH-IL REQUIRED BY LAW TO PROVIDE DIRECT  
2                   ACCESS TO CLECS?

3             A.     Yes. The evidence in Rhythms' line sharing arbitration proved that employees  
4                   within Ameritech-IL have direct access to loop provisioning information through  
5                   computer terminals. Thus, under the non-discrimination and parity provisions of  
6                   the Telecommunications Act of 1996 ("the Act"), Ameritech-IL is required to  
7                   give CLECs direct access. Under the Act, Ameritech-IL, like all ILECs, must  
8                   provide CLECs with an equal opportunity to compete, and must treat CLECs at  
9                   least as well as Ameritech-IL treats its own affiliates and internal operations.  
10                  Therefore, Ms. Jacobson's argument at page 9 and 22 that direct access is not  
11                  specifically required by the FCC's UNE Remand Order is a red herring.

12                  Further, I disagree with Ms. Jacobson's assessment. The language of the  
13                  UNE Remand Order specifically requires that CLECs have access to loop  
14                  provisioning information in the same manner and in the same timeframe as such  
15                  information is available to Ameritech-IL's internal operations or affiliates.  
16                  Clearly, direct access to information with real time query capabilities will be  
17                  faster than access to information through gateways and graphical user interfaces  
18                  ("GUIs"). Thus, in order to provide access in the same timeframe and in the same  
19                  manner, Ameritech-IL must be required to provide CLECs with read-only direct  
20                  access.

21                  Further, Ms. Jacobson's argument at page 9 of her testimony that the FCC  
22                  did not require direct access to OSS when it approved SWBT's Section 271  
23                  application is equally irrelevant. The FCC order merely evaluated whether

1 SWBT had opened its markets in Texas to a sufficient level of competition that  
2 the market could withstand the entry of SWBT into long distance. Although  
3 availability of OSS was one of the topics examined, the FCC order in no way was  
4 intended to establish a ceiling for OSS nor to determine what would be  
5 appropriate OSS access in other states.

6 **22. Q. DO YOU AGREE WITH MS. JACOBSON AT PAGE 12 OF HER**  
7 **TESTIMONY THAT PROVIDING DIRECT ACCESS TO**  
8 **AMERITECH-IL'S BACK OFFICE SYSTEMS COULD BE A**  
9 **VIOLATION OF SECTION 222 OF THE TELECOMMUNICATIONS**  
10 **ACT?**

11 A. Absolutely not. First, most of the information that Rhythms is seeking does not  
12 even fall within the definition of information covered by Section 222. Second, to  
13 the extent that any of the information Rhythms requires to determine whether a  
14 loop is suitable to support xDSL services on line shared loops, Rhythms already  
15 has access to such information today and has a legal obligation, and thus a  
16 procedure, for protecting such information.

17 **23. Q. SPECIFICALLY, WHAT TYPE OF CONFIDENTIAL CUSTOMER**  
18 **INFORMATION DOES SECTION 222 PROTECT?**

19 A. Section 222 protects customer proprietary network information or "CPNI."  
20 CPNI is information that is available to the telecommunications carrier *solely* as a  
21 result of the carrier-customer relationship, and includes the type of service  
22 subscribed to, customer's use patterns of the service and call destination. CPNI  
23 also includes information contained on a customer's bill.

1   24.   Q.   **HOW IS CPNI DIFFERENT FROM THE INFORMATION THAT**  
2                   **RHYTHMS REQUIRES?**

3           A.   In order to provision DSL and other advanced services, a CLEC needs to know  
4                   the characteristics of the ILEC's loop, and other information about  
5                   Ameritech-IL's outside loop plant. Such information is clearly not personal  
6                   information obtained from the customer, but rather is technical information  
7                   related to Ameritech-IL's loop plant.

8                   Further, when CLECs seek access to the ILEC's databases in order to  
9                   ascertain the ILEC's loop's ability to carry advanced services such as DSL,  
10                  CLECs have specific customers for which they require loop information. CLECs  
11                  do not access information of customers for which it does not have a pending  
12                  request for DSL or other advanced service. Indeed, it is my understanding that  
13                  CLECs cannot access the ILEC's systems on loop characteristics without  
14                  inputting information particular to a given customer.

15   25.   Q.   **ARE THE CPNI RULES A PROPER BASIS FOR AMERITECH-IL TO**  
16                   **DENY CLECS DIRECT ACCESS TO PROVISIONING INFORMATION?**

17           A.   No. Ameritech-IL may not use the CPNI rules as an excuse to deny direct access  
18                   completely. Instead, Ameritech-IL must first identify and disclose to the  
19                   Commission what CPNI it has and where the CPNI is stored. Then Ameritech-IL  
20                   should ensure that CLECs use the same techniques to protect and access CPNI as  
21                   Ameritech-IL's own operations use.

22   26.   Q.   **DOES AMERITECH-IL'S DESIRE TO PROTECT INFORMATION**  
23                   **RELATED TO COMPETITIVE CARRIERS CONTAINED IN ITS**

**DATABASES CONSTITUTE AN ADEQUATE REASON TO DENY  
CLECS DIRECT ACCESS?**

A. No. Ameritech-IL fails in its testimony to identify even one bit of CLEC information contained in its databases that is subject to protection, or to demonstrate that such information is contained in any of the databases at issue in this case. Ameritech-IL also fails to explain what methods it is currently employing to ensure that its internal operations and affiliates cannot access this supposedly confidential CLEC information. Whatever means are used by Ameritech-IL internally can be employed should CLEC information from one carrier need to be screened from another carrier.

**27. Q. DO YOU AGREE THAT DIRECT ACCESS COULD POSE A SECURITY  
RISK TO CUSTOMERS, AS SUGGESTED BY MS. JACOBSON ON PAGE  
11 OF HER TESTIMONY?**

A. Absolutely not. Temporary instructions from a customer of the type described by Ms. Jacobson would only be housed in a database, or useful to anyone, on a short term basis. If customers need to provide information for service or installation calls, Rhythms is equally entitled to that information so that it can serve the customer's needs. Furthermore, Ms. Jacobson has absolutely no basis to intimate that such instructions might be misused by a CLEC to the detriment of a customer. The Commission should reject such unfounded scare tactics.

**28. Q. DO YOU AGREE WITH MS. JACOBSON'S ASSERTION ON PAGE 14  
THAT DIRECT ACCESS TO AMERITECH-IL'S DATABASES COULD  
HARM THE SYSTEMS?**

1           A.    No. Ms. Jacobson has not presented a scintilla of evidence that there are any  
2                   capacity constraints in the databases or systems employed by Ameritech-IL. The  
3                   evidence in the line sharing arbitration shows that large numbers of SBC  
4                   employees have direct access to these systems, and thus, these databases and  
5                   systems should be more than able to handle inquiries. Any competent and  
6                   responsible database vendor would have designed the system either to handle all  
7                   conceivable simultaneous volumes of access, or to employ failsafe mechanisms  
8                   that will cut off access rather than allow the system to crash. Thus, the  
9                   Commission should dismiss Ms. Jacobson's unsupported and ridiculous claim.

10   29.    **Q.    HAS ANY STATE COMMISSION ORDERED DIRECT ACCESS FOR**  
11                   **CLECS TO AN ILEC'S OSS?**

12           A.    Yes. This Commission recently ordered Ameritech-IL, to give Rhythms direct,  
13                   read-only access to information in Ameritech-IL's databases and backend  
14                   systems, in the arbitration discussed above.

15   30.    **Q.    WHAT OTHER TYPE OF ORDERING SYSTEMS DO CLECS NEED?**

16           A.    In addition to direct access to Ameritech-IL's OSS, CLECs need access via  
17                   gateways, interfaces and front-end systems that will provide a mechanized, real-  
18                   time flow-through system for ordering line sharing arrangements for xDSL  
19                   services.

20   31.    **Q.    ARE SUCH SYSTEMS AVAILABLE TO CLECS CURRENTLY?**

21           A.    No Ameritech-IL's tariff does not discuss specific ordering functionality such as  
22                   SOCs, FOCs and jeopardy notices. Further, the tariff and Ms. Jacobson mentions  
23                   that only EDI is available for pre-ordering and ordering. Some CLECs, including



1 Rhythms, do not have the capability to use EDI systems for all pre-ordering and  
2 ordering functionalities. Therefore, as an alternative, CLECs need access to GUIs  
3 such as Verigate and LEX to support these functions. Ms. Jacobson mentions the  
4 availability of TCNet in her testimony, but TCNet is insufficient: it is little more  
5 than an electronic mail system through which CLECs may send orders. It is not  
6 capable of supporting the type of mechanized, flow-through functionality required  
7 by CLECs. Ms. Jacobson claims that it is not feasible for Ameritech-IL to make  
8 available Verigate and LEX until March 2001, even though the Commission has  
9 ordered Ameritech-IL to provide these GUIs by the end of this year.

10 **32. Q. SHOULD AMERITECH-IL BE ALLOWED TO DELAY ITS LEGAL**  
11 **OBLIGATIONS UNDER THE COMMISSION'S ARBITRATION AWARD**  
12 **AND THE FCC'S LINE SHARING ORDER TO PROVIDE GUIs?**

13 A. No. In my experience, when a company is ordered by a court or regulator to take  
14 an action, it must allocate whatever resources are necessary fulfill its obligation.  
15 Ameritech-IL has been on notice since November 1999 that it must put in place  
16 the OSS necessary to support CLEC line sharing. Indeed, the FCC delayed the  
17 effective date of the Line Sharing Order specifically to give ILECs sufficient time  
18 to implement OSS changes.<sup>11</sup> Rather than allow Ameritech-IL to evade legal  
19 obligations for which it has had almost <sup>one</sup> year's notice, the Commission should  
20 order Ameritech-IL to put proper resources into place to meet the Commission's  
21 deadline.

22  

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<sup>11</sup> Line Sharing Order at ¶ 130.

1    33.    Q.    **DOES THIS CONCLUDE YOUR SURREBUTTAL TESTIMONY?**

2           A.    Yes, it does.

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Federal Communications Commission

DA 00-2172

FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554

September 22, 2000

Mr. James W. Calloway  
Group President - SBC Services  
SBC Communications, Inc.  
175 E. Houston Street  
San Antonio, TX 78205

Witness

Date 10-13-00 Reporter ReedRE: SBC/Ameritech Merger Order, CC Docket No. 98-141, ASD File No. 99-49

Dear Mr. Calloway:

This letter addresses issues related to the development of uniform, electronic operations support systems ("OSS") required under the *SBC/Ameritech Merger Order*.<sup>1</sup> As explained below, I direct SBC to implement the Plan of Record developed in the Phase 2 collaborative sessions, as filed on August 8, 2000, and supplemented on September 20, 2000 and September 22, 2000.

The *SBC/Ameritech Merger Order* requires SBC to develop and deploy uniform, electronic OSS throughout its region.<sup>2</sup> To accomplish this task, the *Merger Conditions* establish a phased-in approach that starts with SBC's submission of an initial Plan of Record.<sup>3</sup> Then, in a series of collaborative sessions, SBC and interested competitive local exchange carriers ("CLECs") discuss a broad range of OSS issues, including SBC's OSS interfaces, enhancements, business requirements, a change management process, deployment schedule, and other issues related to SBC's Plan of Record.<sup>4</sup> The final phase requires SBC to upgrade its OSS in accordance with the Plan of Record and the revisions made during the collaborative sessions.

SBC submitted its initial Plan of Record on March 6, 2000 and hosted collaborative sessions in the following months.<sup>5</sup> After a series of extensions, SBC submitted a revised Plan of Record on May 19,

<sup>1</sup> Applications of Ameritech Corp., Transferor, and SBC Communications, Inc., Transferee, For Consent to Transfer Control of Corporations Holding Commission Licenses and Lines Pursuant to Sections 214 and 310(d) of the Communications Act and Parts 5, 22, 24, 25, 63, 90, 95, and 101 of the Commission's Rules, CC Docket 98-141, *Memorandum Opinion and Order*, 14 FCC Rod 14712 (1999) ("*SBC/Ameritech Merger Order*"), appeal pending sub nom. On August 3, 2000, SBC notified the Bureau that it appointed a new Compliance Officer, Mr. James W. Calloway, to oversee its implementation of, and compliance with, the *SBC/Ameritech Merger Order*. See Letter from Marian Dyer, Vice President, SBC Telecommunications, Inc., to Carol E. Mathey, Deputy Bureau Chief, Common Carrier Bureau, FCC (Aug. 3, 2000).

<sup>2</sup> *SBC/Ameritech Merger Order* at Appendix C, para. 28.

<sup>3</sup> *Id.* The *Merger Conditions* require SBC to submit a Plan of Record that provides an overall assessment of its existing OSS interfaces, business processes and rules, hardware capabilities, and data capabilities. The *Merger Conditions* also require the Plan of Record to contain SBC's plan for developing and deploying uniform application-to-application and graphical user interfaces throughout its region.

<sup>4</sup> *Id.* at Appendix C, para. 28(b).

<sup>5</sup> See Letter from Marian Dyer, Vice President, SBC Telecommunications, Inc., to Carol Mathey, Deputy

2000.<sup>6</sup> At that time, SBC indicated (and CLEC representatives orally confirmed) that the parties failed to reach written agreement on some issues.<sup>7</sup> However, throughout June and July 2000, SBC and the participating CLECs continued their discussions in order to further refine and narrow the disputed issues.

On August 8, 2000, SBC submitted a further revised Plan of Record.<sup>8</sup> In its submission, SBC also provides a revised list of the remaining issues on which SBC and the participating CLECs did not reach written agreement.<sup>9</sup> In a separate letter, the CLECs assert that SBC's Plan of Record is inadequate and that the collaborative sessions did not work properly.<sup>10</sup> Nonetheless, the CLECs request that the Bureau direct SBC to implement the further revised Plan of Record, with the exception of changes they assert SBC made unilaterally in violation of the *Merger Conditions*. The CLECs contend that the Bureau should direct SBC to implement the schedule contained in the Plan of Record filed on May 19, 2000 instead of the schedule contained in the further revised version submitted on August 8, 2000.<sup>11</sup> The CLECs noted at that time that they have chosen not to seek arbitration for the Phase 2 issues.<sup>12</sup>

On September 20, 2000, SBC submitted a revised deployment schedule that incorporates certain milestones from its May 19, 2000 submission while accounting for the lapse in time since that date.<sup>13</sup> As a result of the revised deployment schedule, SBC commits to completing its deployment of uniform and enhanced OSS interfaces by December 29, 2001.

I direct SBC to implement the Plan of Record in its entirety, as filed on August 8, 2000 and supplemented on September 20, 2000 and September 22, 2000, and the enhancements agreed upon in the Phase 2 collaborative sessions. As a result, Phase 3 starts on the release date of this letter. Pursuant to the *Merger Conditions*, Phase 3 ends on March 22, 2002, i.e., 18 months from the release of this letter.

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Bureau Chief, Common Carrier Bureau, FCC (Mar. 6, 2000).

<sup>6</sup> See Letter from Marian Dyer, Vice President, SBC Telecommunications, Inc. to Lawrence E. Strickling, Chief, Common Carrier Bureau, FCC (May 19, 2000) ("*SBC May 19, 2000 Letter*"); Letter from Carol E. Martey, Deputy Chief, Common Carrier Bureau, FCC to Charles E. Foster, Group President, SBC Communications, Inc., DA 00-1125 (rel. May 19, 2000) (granting extension of time for collaborative sessions).

<sup>7</sup> *SBC May 19, 2000 Letter* at 2.

<sup>8</sup> Letter from Marian Dyer, Vice President, SBC Telecommunications, Inc. to Dorothy Attwood, Chief, Common Carrier Bureau, FCC (Aug. 8, 2000) ("*SBC August 8, 2000 Letter*").

<sup>9</sup> See *id.* at Attachment B. SBC and the CLECs note that the parties failed to reach written agreement on the appropriate implementation schedule for enhancements arising out of the collaborative sessions, the joint testing environment, the level of integration between the pre-ordering and ordering Graphical User Interfaces, and several other issues. See Letter from Lisa R. Youngers, Associate Counsel, Worldcom, Inc. to Dorothy Attwood, Chief, Common Carrier Bureau, FCC at 2-3 (Aug. 8, 2000) ("*CLEC August 8, 2000 Letter*"); *SBC August 8, 2000 Letter* at Attachment B.

<sup>10</sup> *CLEC August 8, 2000 Letter* at 1-3; but see Letter from Marian Dyer, Vice President, SBC Telecommunications, Inc. to Dorothy Attwood, Chief, Common Carrier Bureau, FCC (Aug. 21, 2000) (responding to CLEC allegations).

<sup>11</sup> *Id.* at 4.

<sup>12</sup> *CLEC August 8, 2000 Letter* at 1.

<sup>13</sup> See Letter from Christopher Heimann, Attorney, SBC Telecommunications, Inc. to Dorothy T. Attwood, Chief, Common Carrier Bureau, FCC (Sept. 20, 2000); see also Letter from Christopher Heimann, Attorney, SBC Telecommunications, Inc. to Dorothy T. Attwood, Chief, Common Carrier Bureau, FCC (Sept. 22, 2000).

In its August 8, 2000 letter, SBC asks us to clarify that the Plan of Record under the *Merger Conditions* cannot be modified as a result of subsequent federal or state regulatory actions during Phase 3, or that the Commission will waive or modify the deadlines to accommodate such changes. As indicated in the introductory paragraphs of the *Merger Conditions*, SBC's commitments adopted in the *SBC/Ameritech Merger Order* do not restrict, supersede, or otherwise alter state jurisdiction or authority.<sup>14</sup> The Commission also expressly noted that the *Merger Conditions* do not relieve SBC of complying with future Commission or state commission decisions that impose more stringent obligations.<sup>15</sup> State commissions are therefore not precluded by the *Merger Conditions* from adopting additional requirements that affect SBC's OSS beyond those that SBC must implement pursuant to the *Merger Conditions*. SBC's concerns that it would be impossible to meet the Phase 3 implementation timeline if a state were to order significant changes to its OSS plans are speculative at this time.<sup>16</sup>

SBC further suggests in the alternative that the Bureau should send any unresolved issues deemed appropriate to arbitration in order to provide SBC a forum for resolving any disputed OSS issues before implementing its Plan of Record.<sup>17</sup> The CLECs have indicated, however, that they are unwilling to pursue arbitration on the remaining open issues. Given my desire that Phase 3 starts today, I decline to adopt SBC's suggestion.

Finally, I direct SBC to provide me with weekly status reports, starting on October 2, 2000, on the timing of the commencement of the uniform business rule collaborative sessions.<sup>18</sup>

Please do not hesitate to contact me if I can be of further assistance. You may also contact Anthony Dale in the Common Carrier Bureau at (202) 418-2260 for further information on this matter.

Sincerely,

Carol E. Matney  
Deputy Chief, Common Carrier Bureau

<sup>14</sup> See *SBC/Ameritech Merger Order* at paras. 356-58, Appendix C.

<sup>15</sup> *SBC/Ameritech Merger Order* at Appendix C, n.2.

<sup>16</sup> As SBC notes, the *Merger Conditions* allow SBC to seek a waiver or modification of the Phase III timeline. In the *SBC/Ameritech Merger Order*, the Commission noted that SBC bears a "heavy burden of demonstrating good cause" when seeking an extension of time related to the *Merger Conditions*. See *SBC/Ameritech Merger Order* at para. 414.

<sup>17</sup> *SBC August 8, 2000 Letter* at 3.

<sup>18</sup> See *SBC/Ameritech Merger Order* at Appendix C, para. 31.